

Exhibit F

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	§	Chapter 11
FIELDWOOD ENERGY LLC, <i>et al.</i> , ¹	§	§	Case No. 20-33948 (MI)
Debtor.	§	§	(Jointly Administered)

**FIRST INTERIM APPLICATION OF CONWAY MACKENZIE, LLC. FOR
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED AS FINANCIAL ADVISOR TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD
FROM AUGUST 20, 2020 THROUGH AND INCLUDING OCTOBER 31, 2020**

Upon consideration of the first interim fee application (the “First Interim Application”) of Conway MacKenzie, LLC. (“Conway MacKenzie”) for allowance of compensation for services rendered and reimbursement of expenses incurred as Financial Advisor to the Official Committee of Unsecured Creditors (the “Committee”) of the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) for the period from August 20, 2020 through October 31, 2020 (the “First Interim Period”); and the Court having reviewed the First Interim Application; and all applicable requirements of the Bankruptcy Code and the Bankruptcy Rules having been satisfied; and sufficient notice of the First Interim Application having been provided and no other or further notice being required; and all persons with standing having been afforded an opportunity to be heard on the First Interim Application at a hearing held to consider

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

approval of thereof; and after due deliberation thereon and good and sufficient notice appearing therefor,

IT IS HEREBY ORDERED THAT:

1. Conway MacKenzie is allowed, on an interim basis, compensation in the amount of \$1,715,805.50 for professional services rendered as Financial Advisor to the Committee during the First Interim Period.

2. Conway MacKenzie is allowed the reimbursement of reasonable and necessary expenses incurred during the First Interim Period in connection with its services to the Committee in the amount of \$7,326.25.

3. The Debtors are authorized and directed to remit payment to Conway MacKenzie in the above amounts, less all amounts, if any, that the Debtors previously paid to Conway MacKenzie on account of such fees and expenses.

4. The Court shall retain exclusive jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

5. This Order shall be effective immediately upon entry.

SIGNED this ____ day of _____.

THE HONORABLE MARVIN P. ISGUR
UNITED STATES BANKRUPTCY JUDGE